

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

VICTORIA'S SECRET STORES BRAND
MANAGEMENT, INC.,

Plaintiff,

-against-

INTERTEX APPAREL LTD. AND MACY'S,
INC.,

Defendants.

08 CV 03452 (SHS)

**DECLARATION OF DALE CENDALI
IN SUPPORT OF NOTICE OF
SUBSTITUTION OF COUNSEL**

DALE CENDALI, ESQ., pursuant to 28 U.S.C. §1746(2), under penalty of perjury,
hereby declares as follows:

1. I am a member of the law firm of O'Melveny & Myers LLP ("O'Melveny"), with its offices located at Times Square Tower, 7 Times Square, New York, NY 10036. I am a member in good standing of the Bar of the State of New York, and am admitted to practice before this Court.

Substitution of Colucci & Umans by O'Melveny & Myers LLP

2. Pursuant to Local Civil Rule 1.4 of the Local Rules of the United States District Court for the Southern District of New York, I respectfully submit this declaration in support of the substitution of O'Melveny for Colucci & Umans as counsel and attorney of record for plaintiff Victoria's Secret Stores Brand Management, Inc. ("Victoria's Secret") in the above-captioned matter.

3. The substitution is on consent, as it is Victoria's Secret's wish to substitute O'Melveny for Colucci & Umans. Together with this Declaration I submit a Notice of Substitution that has been signed by Frank J. Colucci, a member of Colucci & Umans, as well as

by Carol Matorin, Victoria's Secret's Senior Vice President and Senior Counsel.

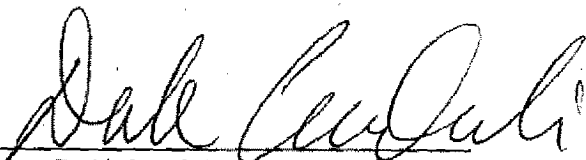
Posture of the Case and Position on Calendar

4. The Complaint in this matter was filed on April 8, 2008. Intertex Apparel, Ltd. filed its Answer and Counterclaims and Macy's Inc. filed its Answer on April 29, 2005. A Conference before the Court is currently scheduled for June 13, 2005, although Defendant's counsel have consented to our request to reschedule the conference.

5. In light of the fact that this matter is still at a relatively early stage, I do not believe that the proposed substitution will cause any delay or in any way prejudice the defendants in this matter.


6. I submit herewith a proposed Order substituting O'Melveny in the place and stead of Colucci & Umans as counsel and attorney of record in the above-captioned matter.

Dated: May 14, 2005
New York, New York


Dale Cendali

CERTIFICATE OF SERVICE

I, Emily Blumsack, an attorney at O'Melveny & Myers LLP, certify that on May 14, 2008, I caused to be served by mail and electronic mail on all counsel of record listed below, in an action pending in the United States District Court, Southern District of New York, styled *Victoria's Secret Stores Brand Management, Inc. v. Intertex Apparel Ltd. and Macy's, Inc.*, 08 Civ 03452 (SHS), true and correct copies of the Declaration of Dale Cendali in Support of the Notice of Substitution of Counsel and a Proposed Order.


Emily Blumsack

To:

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